

Union Tank Car Company

90 Half Day Road
Lincolnshire, Illinois 60015

Direct Tel. No.:

Law Department

RECORDATION NO. 12410-B Filed 1425

JAN 27 1981 -9 45 AM

INTERSTATE COMMERCE COMMISSION



RECORDATION NO. 12410-A Filed 1425

JAN 27 1981 -9 45 AM

INTERSTATE COMMERCE COMMISSION

An Affiliate of
Trans Union Corporation

January 27, 1981

No. 1-027A070

Date JAN 28 1981

Fee \$ 20.00

ICC Washington, D. C.

Interstate Commerce Commission
12th and Constitutional Avenue
Washington, D. C. 20423

Re: Filing of Release -
Recordation No. 12410

Gentlemen:

This refers to the Loan and Security Agreement (Series A) (the "Agreement") dated as of November 1, 1980, between Union Tank Car Company, 90 Half Day Road, Lincolnshire, Illinois 60015 (the "Company") and Continental Illinois National Bank and Trust Company of Chicago, 231 South LaSalle Street, Chicago, Illinois 60693 (the "Bank"). The Agreement was filed with your office on November 14, 1980, and assigned recordation number 12410.

A The Agreement was amended as of January 27, 1981 by Amendment No. 2 thereto to evidence the substitution under the Agreement of 25 railroad cars described in Schedule A attached hereto for the 250 railroad cars described in Schedule B attached hereto. An original and two certified counterparts of such amendment are included herewith for recordation pursuant to 49 U.S.C. §11303.

B Also enclosed for recordation is an original and two certified counterparts of a Release dated as of January 27, 1981, which relates to the railroad cars listed in Schedule B attached hereto. The Release is included herewith for recordation to clearly indicate of record that the Bank has assigned to the Company all of its right, title and interest in and to such railroad cars and that the Bank has released such railroad cars from any encumbrance with respect thereto in favor of the Bank.

We enclose herewith our check in the amount of \$20 payable to the Interstate Commerce Commission to cover the recordation fees.

*Mrs. Lee
The letters for
the two documents
under 12410 are
as indicated below:*

*Conly
Frank M. Harris*

RECEIVED
JAN 28 1981
I.C.C. OPERATION BR.

Interstate Commerce Commission
January 27, 1981
Page Two

Please return the original copy of Amendment No. 2
and the Release to the undersigned.

Very truly yours,

A handwritten signature in cursive script, appearing to read "A. B. Hillman".

A. B. Hillman
General Attorney

ABH:mw

Enclosures

12-7-10-13

RECORDATION NO. 12470-13 Filed 1489

STATE OF ILLINOIS)
) SS
COUNTY OF LAKE)

JAN 27 1981 -9 45 AM
INTERSTATE COMMERCE COMMISSION

C E R T I F I C A T E

The undersigned, Marcia C. Weiner, a Notary Public in and for said County, states that she compared the attached copy of the Release dated as of January 27, 1981, with the original document, and certifies that it is a true and correct copy in all respects.

IN WITNESS WHEREOF, the undersigned has hereunto affixed her signature and notarial seal this 27th day of January, 1981.

Marcia C. Weiner
Notary Public

MY COMMISSION EXPIRES June 18, 1984

RELEASE

This Release is executed as of the 27th day of January, 1981, by Continental Illinois National Bank and Trust Company of Chicago, a national banking association having its principal place of business at 231 South LaSalle Street, Chicago, Illinois 60693 (the "Bank") in connection with the Loan and Security Agreement dated as of November 1, 1980 (Series F) (the "Agreement") between the Bank and Union Tank Car Company, a Delaware corporation having its principal place of business at 90 Half Day Road, Lincolnshire, Illinois 60015 (the "Company").

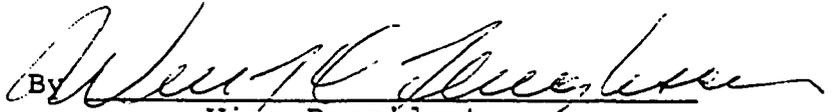
1. Purpose. Pursuant to the provisions of the Agreement, which was recorded with the Interstate Commerce Commission on November 14, 1980, and assigned recordation number 12410, the Company has granted to the Bank a security interest in certain rail cars (such cars being hereinafter referred to as the "Equipment"), to and in favor of the Bank to secure the payment of the note issued under the Agreement. As provided for in Section 3.09 of the Agreement, the Company has delivered to the Bank a request that it be allowed to substitute other rail cars for the units of Equipment more fully described on Schedule B attached hereto. The purpose of this Release is to clearly indicate of record that the Bank has no further interest in the portion of Equipment listed on Schedule B attached hereto, it being the intent of the Bank to release such units of Equipment from any encumbrance of the Bank.

2. Release. The Bank hereby certifies that it has assigned to the Company all of its right, title and interest in and to all of the Equipment more fully described in Schedule B hereto and that it hereby releases such Equipment from any encumbrance with respect thereto in favor of the Bank.

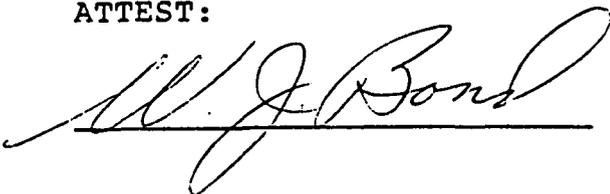
IN WITNESS WHEREOF, the Bank has caused this Release to be executed and its corporate seal to be hereunto affixed by its duly authorized officers as of the date first above written.

CONTINENTAL ILLINOIS NATIONAL BANK
AND TRUST COMPANY OF CHICAGO

(SEAL)

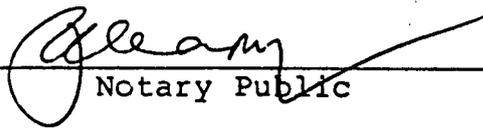
By 
Vice President

ATTEST:



STATE OF ILLINOIS)
) SS:
COUNTY OF COOK)

On this 11 day of January, 1981, before me personally appeared Wm F C HUGHSON, to me personally known, who being by me duly sworn, says that he is a Vice President of CONTINENTAL ILLINOIS NATIONAL BANK AND TRUST COMPANY OF CHICAGO, that one of the seals affixed to the foregoing instrument is the corporate seal of said Bank, that said instrument was signed and sealed on behalf of said Bank by authority of its Board of Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said Bank.



Notary Public

My Commission expires:

4-15-1982

(Notarial Seal)

SCHEDULE B

DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
73	BOX CAR	70 TON	WCTR102572, WCTR102593 WCTR102615 WCTR102617 WCTR102620 WCTR102629 WCTR102637 WCTR102690-WCTR102691 WCTR102694 WCTR102704 WCTR102706 WCTR102717 WCTR102724-WCTR102727 WCTR102733-WCTR102734 WCTR102745-WCTR102798
73	TOTAL		

SCHEDULE B

DESCRIPTION OF TRUST EQUIPMENT

QUANTITY	A.A.R. MECHANICAL DESIGNATION CODE	CAPACITY IN GALLONS	ROAD NUMBERS
144	BULKHEAD FLAT	100 TON	BCOL866800, BCOL866806 BCOL866813-BCOL866871 BCOL866873-BCOL866899 CP317410-CP317465
14	COVERED HOPPER	2,100 CUFT	UNPX121911-UNPX121924
2	COVERED HOPPER	4,650 CUFT	UNPX120396, UNPX120401
10	TMI	15,500	69487, 69489-69496, 69498
2	TMI	20,000	73466, 73468
5	TPI	17,300	89006, 89009, 89011-89012 89029

177	TOTAL		

250	TOTAL		
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